FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB APPRO	OVAL
OMB Number:	3235-0076
Expires:	April 30, 2008
Estimated average burd hours per response	
SEC USE C	ONLY
Prefix	Serial

DATE RECEIVED

iling Under (Check box(es) that apply): Type of Filing: New Filing Amer		☐ Rule 505	Rule 506	Section 4(6)	ULOE	
	A. BAS	IC IDENTIFIC	CATION DATA		PECE	IVED COM
. Enter the information requested about	the issuer					1 2007
Name of Issuer (check if this is an arr VELLINGTON PROPERTY GROUP		hanged, and indi			A STORY	
Address of Executive Offices (Num 60 Village Blvd., Suite 125, West Palm	ber and Street, City, State n Beach, FL 33409	e, Zip Code)	Telephor	ne Number (Includi (561) 686-1165	ng Area Code)	
Address of Principal Business Operations if different from Executive Offices)	(Number and Street,	City, State, Zip (Code)	Telep	hone Number (Inclu	ding Area Code)
Brief Description of Business: nvestment in real estate.						
Type of Business Organization corporation business trust	☐ limited partnershi	• •	ed 🗵 oth	er (please specify):	limited liability com	PROCESS

GENERAL INSTRUCTIONS

Federal

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed

Attention: Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

BASIC IDENTIFICATION DATA

- Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:		Promoter	(X)	Beneficial Owner		Executive Officer		Director	X	General and/or Managing Partner ¹
Full Name (Last name first, i Wellington Property Group										
Business or Residence Address 560 Village Blvd., Suite 125)					
Check Box(es) that Apply:	X	Promoter	X	Beneficial Owner	X	Executive Officer		Director	0	General and/or Managing Partner
Full Name (Last name first, Ruddy, Christopher ²	if indi	vidual)								
Business or Residence Address 560 Village Blvd., Suite 125)					
Check Box(es) that Apply:		Promoter	0	Beneficial Owner	_	Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first,	if indi	vidual)	·							
Business or Residence Address	ess (N	umber and S	ircet,	City, State, Zip Code)					
Check Box(es) that Apply:		Promoter	0	Beneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first,	if indi	vidual)					,	- 1, 1		
Business or Residence Addr	ess (N	umber and S	treet,	City, State, Zip Code)					<u>.</u> .
Check Box(es) that Apply:		Promoter		Beneficial Owner	0	Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if individual)										
Business or Residence Addr	ess (N	lumber and S	treet,	City, State, Zip Code	····					

⁽¹⁾ The named entity is the Manager of the Issuer.
(2) The named individual is the managing member of the Manager.

# d	1. 学教	電影響		語。	B. INFOR	MATION.	ABOUT OF	FÉRING	Winds Court	4. 发了		
1. Has th	e issuer sol	d, or does th	ne issuer inte	and to sell,	to non-accre	dited invest	ors in this of	Tering?		•••••		res No □ 🔀
				Answe	r also in App	pendix, Col	unm 2, if fili	ng under UL	OE.			
2. What is the minimum investment that will be accepted from any individual?									100,000			
3. Does the offering permit joint ownership of a single unit?										Yes No ⊠ □		
If a po	nission or sin erson to be I tes, list the r	milar remun isted is an a name of the	eration for s ssociated po broker or de	solicitation erson or age caler. If mo	of purchaser int of a broke	s in connect er or dealer (5) persons t	tion with sale registered w to be listed a	irectly or ind es of securiti ith the SEC are associated	es in the off and/or with a	a state		
Full Nan	ne (Last nar	ne first, if ir	ndividual)									
Business	or Residen	ce Address	(Number ar	d Street, C	ity, State, Zi	p Code)	<u> </u>					
Name of	`Associated	Broker or l	Dealer									
States in	Which Per	son Listed I	las Solicited	i or Intends	to Solicit Pu	ırchasers						
(Check "	'All States"	or check in	dividual Sta	tes)			***************************************					All States
(AL)	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[נאן] [TX]	[MM] [TU]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH]	(OK)	[OR] [WY]	[PA] [PR]
	ne (Last nar											
			•	nd Street, C	ity, State, Zi	p Code)						
Name of	Associated	Broker or	Dealer	<u></u>								
States in	Which Per	son Listed I	las Solicite	d or Intends	to Solicit P	urchasers			······································			··
(Check '	'All States"	or check in	dividual Sta	tes)		••••••		***************	••••••			All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[נא]	[MM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Nar	me (Last na	me first, if i	ndividual)									
Busines	s or Resider	ice Address	(Number a	nd Street, C	ity, State, Zi	p Code)						
Name of	Associated	Broker or	Dealer									
					s to Solicit P				***************************************			All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[НП]	[ID]
(IL)	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	(NE)	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	ָנעדן	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.				
Type of Security	(Aggregate Offering Price		Amount Already Sold
Debt	\$	0	\$	0
Equity	Υ <u></u>			0
☐ Common ☐ Preferred	-		Ψ_	
Convertible Securities (including warrants)	\$_	0	\$_	0
Partnership Interests	\$_	0		0
Other (Specify) Limited Liability Company Interests	\$	3,400,000	\$	0
Total		3,400,000	_	0
Answer also in Appendix, Column 3, if filing under ULOE.	-		-	
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."				Accesants
		Number Investors		Aggregate Dollar Amount of Purchases
Accredited Investors		4	\$_	350,000
Non-accredited Investors	_	0	\$	0
Total (for filings under Rule 504 only)	_	0	\$_	0
sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.		Type of		Dollar Amount
Type of offering		Security	•	Sold
Rule 505	_	0	\$_	(
Regulation A	_	0	\$_	
Rule 504		0	\$_	
Total		0	\$_	(
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.				
Transfer Agent's Fees				\$0
Printing and Engraving Costs		X		\$ <u>2,000</u>
Legal Fees				\$ 33,000
Accounting Fees		- -		\$0
Engineering Fees				\$ 0
Sales Commissions (specify finders' fees separately)				\$ 0
Other Expenses (identify)				\$
Total				\$ 35,000
				·

Payments to

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Officers, Directors, & Affiliates	Payments To Others		
Salaries and fees	⊠ \$ <u>0</u>	⊠ \$0		
Purchase of real estate	⊠ \$0	■ \$2,946,200		
Purchase, rental or leasing and installation of machinery and equipment	⊠ \$0	⊠ \$0		
Construction or leasing of plant buildings and facilities	⊠ \$0	⊠ \$0		
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	⊠ \$ <u> </u>	⊠ \$0		
Repayment of indebtedness	⊠ \$0	⊠ \$0		
Working capital	⊠ \$0	□ \$_248,800		
Other (specify): Property acquisition closing costs	⊠ \$ <u>0</u>	⊠ \$ <u>170,000</u>		
Column Totals	⊠ \$0	■ \$ <u>3,365,000</u>		
Total Payments Listed (column totals added)	⊠ \$ <u>3</u>	<u>,365,000</u>		

(Signature Page Follows)

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The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)

Wellington Property Group, LLC

Name (Print or Type)

By: Wellington Property Group Advisors, LLC, its Manager

By: Christopher Ruddy, Managing Member

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)